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Tarrant County Texas

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**CITY SECRETARY
CONTRACT NO. _____**

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**Electronically Recorded
Chesapeake Operating, Inc.**

AMENDMENT OF OIL AND GAS LEASE

STATE OF TEXAS § **L0510701**
COUNTY OF TARRANT §
§

Whereas, **CITY OF FORT WORTH**, a home rule municipal corporation of the State of Texas (“Lessor”) whose mailing address is 1000 Throckmorton Street, Fort Worth, Texas 76102, heretofore executed and delivered to **CHESAPEAKE EXPLORATION, LLC, an Oklahoma limited liability company**, (“Chesapeake”) whose address is P.O. Box 18496, Oklahoma City, Oklahoma 73154, an Oil and Gas Lease (the “Lease”) made on November 19, 2007, a Memorandum of Lease of which is recorded as Instrument # D207425260 of the Official Records, Tarrant County, Texas (the “Memorandum”), covering lands in Tarrant County, Texas, as more fully described in the Lease and said Memorandum, reference to the Lease and the Memorandum is hereby made for all purposes; and

WHEREAS, it is the desire of Lessor and Chesapeake, as the successor in interest to Lessee, to amend said Lease;

WHEREAS, it is the desire of the parties to add an additional tract:

1.71 acres of land, more or less, being a tract of land out of the J. Davis Survey, Abstract No. 418, Tarrant County, Texas, being more particularly described by metes and bounds in that certain deed dated May 8, 1929, by and between Edna V. Burchill, as Grantor, and The City of Fort Worth, as Grantee, and recorded in Volume 1080, Page 260, of the Deed Records of Tarrant County, Texas.

NOW THEREFORE, in consideration of Ten Dollars (\$10.00), and other good and valuable consideration in hand paid by the Lessee or its assigns, the receipt and sufficiency of which are hereby acknowledged, the undersigned do hereby amend the Lease by correcting Exhibit A as above stated.

AND, for the same consideration recited above, I, or we, the undersigned, jointly and severally, do hereby, adopt, ratify and confirm the Lease, and all of its provisions, except as herein modified and amended, and do hereby grant, lease, and let, to the Lessee therein or its successors and assigns, any and all interest which I, or we, now have, or may hereafter acquire, either by conveyance, devise, inheritance, or operation of law, and whether, vested, expectant, contingent or future, in and to the lands described therein, in accordance with each and all of the provisions contained in the Lease and as amended hereby, and the undersigned hereby declare that the Lease and all of its provisions are binding on the undersigned and is a valid and subsisting Oil and Gas Lease and this Amendment shall extend to and be binding upon the heirs, executors, administrators, successors, and assigns of each of the undersigned.

Dated on the acknowledgment date of the undersigned.

EXECUTED this 16 day of NOVEMBER, 2009.

LESSOR:

CITY OF FORT WORTH

By: Fernando Costa
Assistant City Manager

ATTEST:

Mary Daniels
City Secretary

NO M&C REQUIRED

APPROVED AS TO FORM AND LEGALITY:

By: Dave J. Melander
Assistant City Attorney

Date: 11/13/09

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.,
An Oklahoma Limited Liability Company

By: Henry J. Hood
Henry J. Hood as Senior Vice President of
Land and Legal & General Counsel

com *gjm*
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ACKNOWLEDGEMENT

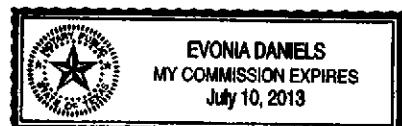
STATE OF TEXAS §
§
COUNTY OF Tarrant §

This instrument was acknowledged before me on the 16th day of November, 2009, by
Fernando Costa for City of Fort Worth on
behalf of said corporation.

Evonia Daniels

Notary Public, State of Texas

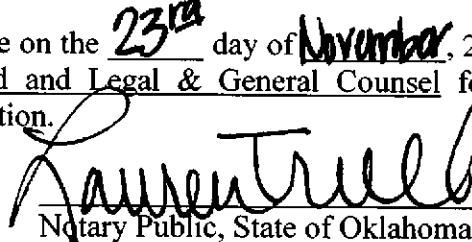
[Seal]



ACKNOWLEDGEMENT

STATE OF OKLAHOMA §
 §
COUNTY OF OKLAHOMA §

This instrument was acknowledged before me on the 23rd day of November, 2009, by Henry J. Hood as Senior Vice President of Land and Legal & General Counsel for Chesapeake Exploration, L.L.C. on behalf of said corporation.



Lauren Trull

Notary Public, State of Oklahoma

[Seal]



Record & Return to:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154